

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

SEARS HOLDINGS CORPORATION., *et al.*,

Debtors.

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2) of the Federal Rules of Bankruptcy Procedure of the transfer, other than for security, of the claim referenced in this evidence and notice.

Fulcrum Credit Partners LLC

Name of Transferee

Phone: (512) 852-3103

Last Four Digits of Acct #: N/A

Name and Address where notices and payments to transferee should be sent:

Fulcrum Credit Partners LLC
111 Congress Ave, Suite 2550
Austin, TX 78701
Attn: General Counsel

Whitebox Asymmetric Partners LP

Name of Transferor

Phone: (612) 253-6001

Last Four Digits of Acct #: N/A

Claim No: 5560**Case No.: 18-23538 (RDD)**

Date Filed: November 28, 2018

Total Amount of Claim: \$12,225,059.66

Transferred Amount of Claim: \$5,623,527.44***

*The transferred claim amount is the full amount of Transferor's interest in the Claim.

**Reflects the filed amount of the Transferor's interest in any administrative claims. Such administrative claims were subsequently modified pursuant to the *Notice of Allowed Administrative Expense Claims* [Dkt. No. 5298] and the *Administrative Expense Consent Program* [Dkt. No. 5270, Ex. B].

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 
Transferee/Transferee's Agent

Date: October 4, 2021

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.
18 U.S.C. §§ 152 & 3571

EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court
Southern District of New York (the "Bankruptcy Court")
Attn: Clerk

AND TO: In re: Sears Holdings Corporation, et al.,
Case No. 18-23538 (RDD) (Jointly Administered) (the "Debtors")

Claim #: 5560

Proof of Claim Amount: \$12,225,059.66

Amount of Claim Assigned: \$5,623,527.44 (the full amount of Seller's interest in the Claim)

Whitebox Asymmetric Partners LP ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and pursuant to the terms of a Transfer of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to:

FULCRUM CREDIT PARTNERS LLC

111 Congress Ave, Suite 2550

Austin, TX 78701

Attention: General Counsel

Telephone: +1 (512) 852-3103

E-mail: fulcrumtrading@fulcruminv.com, *with copies to*
tbenett@fulcruminv.com and szawel@fulcruminv.com

its successors and assigns ("Buyer"), all right, title and interest in and to 100% of Seller's interest in the above referenced claim (the "Claim"), including all rights of stoppage in transit, replevin, reclamation and cure payments, against the Debtors in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtors.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtors and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the U.S. Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges, understands and agrees, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

Buyer does not assume and shall not be responsible for any obligations of liabilities of Seller related to or in connection with the Claim or the Bankruptcy Case. You are hereby directed to make all future payments and distributions free and clear of all setoffs and deductions, and to give all notices and other communications, in respect of the Claim to Buyer.

[Signature Page Follows]

IN WITNESS WHEREOF, Seller and Buyer have executed this Evidence of Transfer of Claim as of
October 4, 2021.

Seller: **Whitebox Asymmetric Partners LP**

By: 
Name: Daniel Altabef
Title: General Counsel - Regulatory Affairs & Compliance
Whitebox Advisors LLC

Buyer: **Fulcrum Credit Partners LLC**

By: 
Name: Matthew W. Hamilton
Title: Authorized Signatory